

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT



APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Aneth C-223X			
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT GREATER ANETH			
4. TYPE OF WELL Water Injection Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME ANETH			
6. NAME OF OPERATOR RESOLUTE NATURAL RESOURCES						7. OPERATOR PHONE 303 534-4600			
8. ADDRESS OF OPERATOR 1675 Boradway Ste 1950, Denver, CO, 80202						9. OPERATOR E-MAIL pflynn@resoluteenergy.com			
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTSL 071010			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')			
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')			
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>			

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1621 FNL 1915 FEL	SWNE	23	40.0 S	23.0 E	S
Top of Uppermost Producing Zone	1621 FNL 1915 FEL	SWNE	23	40.0 S	23.0 E	S
At Total Depth	1621 FNL 1915 FEL	SWNE	23	40.0 S	23.0 E	S

21. COUNTY SAN JUAN	22. DISTANCE TO NEAREST LEASE LINE (Feet) 1621	23. NUMBER OF ACRES IN DRILLING UNIT 640
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1750	26. PROPOSED DEPTH MD: 5779 TVD: 5779
27. ELEVATION - GROUND LEVEL 4663	28. BOND NUMBER UTB000169	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 09-1428

Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Cond	24	16	0 - 0	65.0	C-75 Casing/Tubing	9.4	Unknown	134	1.25	26.0
Surf	14.75	10.75	0 - 1650	40.5	J-55 ST&C	9.4	Premium Lite High Strength	464	1.88	12.5
							Premium Plus	133	1.16	15.8
Open	6.125	0	0 - 5779	0.0	No Pipe Used	0.0	No Used	0	0.0	0.0
Prod	9.875	7	0 - 5779	26.0	J-55 LT&C	9.4	50/50 Poz	490	1.9	12.4
							Type V	72	1.31	13.5
							50/50 Poz	660	1.88	12.5
							Type V	133	1.15	15.8

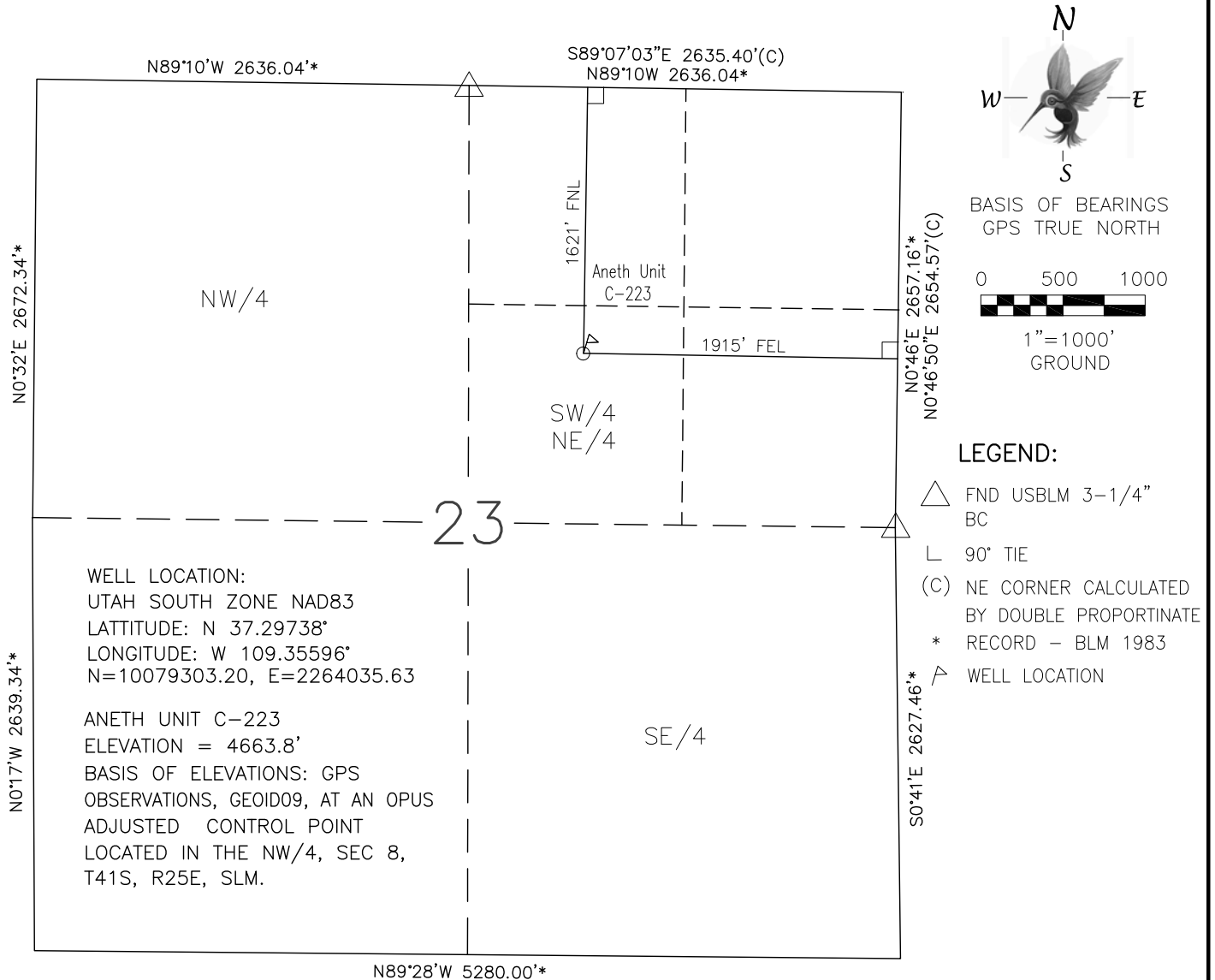
ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

NAME Sara Bohl	TITLE Regulatory Analyst	PHONE 303 534-4600
SIGNATURE	DATE 10/16/2012	EMAIL sbohl@ResoluteEnergy.com
API NUMBER ASSIGNED 43037500370000	APPROVAL <div style="text-align: center;"> Permit Manager </div>	

Well Location - Aneth Unit C-223X



I, Gerald G. Huddleston, do hereby certify that I am a registered Utah land surveyor holding certificate number 161297 as prescribed under the laws of the State of Utah, and I further certify that under authority of the owner I have surveyed the well location as shown hereon and that the same is correct and true to the best of my knowledge and belief.

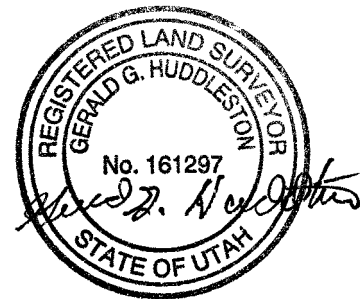


EXHIBIT A

FOOTAGE: 1621' FNL 1915' FEL		<div>RESOLUTE</div> <div>NATURAL RESOURCES</div>		
SEC 23, T40S, R23E, SLM, SAN JUAN COUNTY, UT				
LAT: N 37.29738° LON: W 109.35596°		SURVEYED: 06/14/12		
		DRAWN BY: GEL	DATE: 06/19/12	
ELEVATION: 4663.8' at ground level (NAVD88)		NOTE:		
HUMMINGBIRD SURVEYING, LLC --- P.O. Box 416 Montezuma Creek, UT 84534 --- 970-570-5108				